

Luc A. Despins, Esq.
James T. Grogan, Esq.
PAUL HASTINGS JANOFSKY & WALKER LLP
Park Avenue Tower
75 E. 55th Street, First Floor
New York, NY 10022
Telephone: (212) 318-6000
Facsimile: (212) 319-4090

*Counsel to the Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
	:	
In re:	:	Chapter 11
	:	
FAIRPOINT COMMUNICATIONS, INC., et al.,	:	Case No. 09-16335 (BRL)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

**NOTICE OF FAIRPOINT'S FIRST OMNIBUS OBJECTION TO CLAIMS
(DUPLICATE CLAIMS)**

TO THE CLAIMANTS IDENTIFIED ON THE ATTACHED EXHIBIT A:

PLEASE TAKE NOTICE that FairPoint Communications, Inc. ("FairPoint Communications") and its affiliated debtors, as debtors in possession (collectively, "FairPoint"), have filed the attached First Omnibus Objection (Duplicate Claims), dated March 23, 2010 (the "Objection").

PLEASE TAKE FURTHER NOTICE that this Objection is seeking to correct the claims register in order to disallow and expunge those claims that are duplicative of other claims. **PURSUANT TO RULE 3007(e)(1) OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE, CLAIMANTS RECEIVING THE OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS ON EXHIBIT A OF THE OBJECTION.** IF YOU AGREE WITH THE OBJECTION TO YOUR CLAIM, YOU DO NOT NEED TO TAKE ANY ACTION OR OTHERWISE RESPOND TO THIS OBJECTION.

PLEASE TAKE FURTHER NOTICE that on April 27, 2010, at 10:00 a.m. (Eastern Time), a hearing on the Objection will be held before the Honorable Burton R. Lifland, United States Bankruptcy Judge for the Southern District of New York, at the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton U.S. Customs

House, One Bowling Green, New York, New York, 10004-1408, to consider the relief requested in the Objection.

PLEASE TAKE FURTHER NOTICE that if you disagree with the Objection, you or your attorney must file a written response to the Objection with the Bankruptcy Court (i) electronically in accordance with General Order M-242 (which can be found at www.nysb.uscourts.gov) by registered users of the Bankruptcy Court's filing system, and (ii) by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format (with a hard copy delivered directly to Chambers), in accordance with General Order M-182 (which can be found at www.nysb.uscourts.gov), and a copy of any such response must be served in accordance with General Order M-242 on (a) Paul, Hastings, Janofsky & Walker LLP, attorneys for FairPoint, 75 East 55th Street, New York, NY 10022, Attn: Luc A. Despina, Esq. and James T. Grogan, Esq.; (b) FairPoint, c/o FairPoint Communications, Inc., 521 East Morehead Street, Suite 500, Charlotte, NC 28202, Attn: Susan L. Sowell, Esq.; (c) the Office of the United States Trustee for Region 2, 33 Whitehall Street, 21st Floor, New York, NY 10004, Attn: Andrew D. Velez-Rivera, Esq. and Elisabetta Gasparini, Esq.; (d) Kaye Scholer LLP, 425 Park Avenue, New York NY 10022, Attn: Margot B. Schonholtz, Esq. and Mark F. Liscio, Esq., attorneys to Bank of America, N.A. as administrative agent for FairPoint's prepetition secured lenders; (e) Andrews Kurth LLP, 450 Lexington Avenue, New York, NY 10017, Attn: Paul N. Silverstein, Esq. and Jonathan I. Levine, Esq., attorneys to the official committee of unsecured creditors; (f) Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038, Attn: Kristopher M. Hansen, Esq., attorneys to the ad hoc committee of FairPoint's senior noteholders; and (g) Cohen, Weiss and Simon LLP, 330 West 42nd Street, 25th Floor, New York, NY 10036-6976, Attn: David R. Hock; so as to be received no later than April 20, 2010 at 4:00 p.m. (Eastern Time) (the "Response Deadline"). Responses, if any, must conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, and set forth:

- a. a case caption that includes the name of the Bankruptcy Court and the case number;
- b. a reference to the title of the Objection to which the response is directed;
- c. the name and contact information of the responding party;
- d. the claimant and claim number(s) at issue; and
- e. the basis for the response and the specific grounds therefore.

PLEASE TAKE FURTHER NOTICE that, with respect to any proof of claim identified in the Objection for which no corresponding response has been properly filed and served by the Response Deadline, the Bankruptcy Court may enter an order granting the relief requested in the Objection, with no further notice or opportunity to be heard offered to any party.

PLEASE TAKE FURTHER NOTICE that nothing in this Notice, the Objection or the Exhibits to the Objection constitutes a waiver of FairPoint's right to assert any claims,

counterclaims, rights of offset, recoupment or any other claims against you. FairPoint also reserves the right to assert additional objections to your proof(s) of claim.

Dated: March 23, 2010
New York, New York

/s/ James T. Grogan
Luc A. Despins, Esq.
James T. Grogan, Esq.
PAUL HASTINGS JANOFSKY &
WALKER LLP
Park Avenue Tower
75 E. 55th Street, First Floor
New York, NY 10022
Telephone: (212) 318-6000
Facsimile: (212) 319-4090

*Counsel to the Debtors
and Debtors in Possession*

Luc A. Despins, Esq.
James T. Grogan, Esq.
PAUL HASTINGS JANOFSKY & WALKER LLP
Park Avenue Tower
75 E. 55th Street, First Floor
New York, NY 10022
Telephone: (212) 318-6000
Facsimile: (212) 319-4090

*Counsel to the Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
	:	
In re:	:	Chapter 11
	:	
FAIRPOINT COMMUNICATIONS, INC., et al.,	:	Case No. 09-16335 (BRL)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

**FAIRPOINT'S FIRST OMNIBUS OBJECTION TO CLAIMS
(DUPLICATE CLAIMS)**

TO THE HONORABLE BURTON R. LIFLAND:

FairPoint Communications, Inc. ("FairPoint Communications") and its affiliated debtors, as debtors in possession (collectively, "FairPoint"), hereby file this first omnibus objection (this "Objection") to proofs of claim and respectfully state as follows:

Jurisdiction

1. The Court has jurisdiction over this matter under 28 U.S.C. § 1334. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

2. The statutory and rule-based predicates for the relief sought herein are sections 105(a) and 502 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), and Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

Background

3. On October 26, 2009 (the “Petition Date”), FairPoint commenced voluntary cases in this Court under the Bankruptcy Code. FairPoint is authorized to continue to operate its business and manage its properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

4. On January 29, 2010, each of the debtors in FairPoint’s chapter 11 cases filed a Statement of Financial Affairs and a Schedule of Assets and Liabilities (collectively, the “Schedules”).

5. On February 2, 2010, the Court entered the Order Establishing Deadline and Procedures for Filing Proofs of Claim and Approving Manner of Notice Thereof [Docket No. 568], which established March 18, 2010 at 5:00 p.m. as the last date and time by which proofs of claim must be received by the official claims agent in FairPoint’s chapter 11 cases. Approximately 6790 proofs of claim (each a “Proof of Claim” and collectively, the “Proofs of Claim”) have been filed in these cases to date.

6. FairPoint is conducting a comprehensive review and reconciliation of all prepetition claims, including both the amounts set forth on the Schedules and the claims asserted in the Proofs of Claim. This process includes identifying particular categories of claims that may be targeted for disallowance and expungement, reduction and allowance, or reclassification. To avoid possible double recovery or improper recovery by claimants, FairPoint anticipates filing objections to these categories of claims. This is one such objection.

Relief Requested

7. By this Objection and pursuant to sections 105(a) and 502 of the Bankruptcy Code and Bankruptcy Rule 3007, FairPoint requests that the Court enter an order disallowing and expunging each Duplicate Claim (defined below) identified on Exhibit A as a “Claim To Be Expunged.” **Pursuant to Bankruptcy Rule 3007(e)(1), claimants receiving this Objection should locate their names and claims on Exhibit A attached hereto.**

Objection to Duplicate Claims

8. FairPoint hereby objects to certain Proofs of Claim that are duplicative of other Proofs of Claim (each a “Duplicate Claim” and together, the “Duplicate Claims”) identified on Exhibit A attached hereto. FairPoint has reviewed these Proofs of Claim and has determined that the Proofs of Claim identified on Exhibit A under the title “Claim To Be Expunged” are exact duplicates of the Proofs of Claim identified on Exhibit A under the title “Remaining Claim” (each a “Remaining Claim” and together, the “Remaining Claims”). If such Duplicate Claims are not formally expunged or disallowed, the potential exists for a double recovery by a claimant. The disallowance and expungement of such redundant claims will result in a more streamlined and accurate claims register.

9. Accordingly, FairPoint seeks the entry of an order expunging and disallowing each Duplicate Claim identified on Exhibit A under the title “Claim To Be Expunged.” This Objection does not affect the Remaining Claims identified on Exhibit A under the title “Remaining Claim.”

10. To the extent that a Duplicate Claim contains attachments that were not included with the Remaining Claim, FairPoint does not object to the claimants relying on any such attachments to prove the necessity, amount, or priority of the Remaining Claim. Moreover

FairPoint hereby requests that any such attachments be deemed to be attached to the Remaining Claim.

Reservation of Rights

11. Nothing herein shall constitute an admission of liability by FairPoint with respect to any Proof of Claim. FairPoint reserves its rights to object to any Proof of Claim, including any Duplicate Claim to the extent that such claim is not expunged and disallowed, as well as any Remaining Claim, on any grounds whatsoever at a later date.

Notice

12. No trustee or examiner has been appointed in these chapter 11 cases. Notice of this Objection has been provided pursuant to this Court's Order, dated November 18, 2009, establishing notice procedures in these chapter 11 cases [Docket No. 162], and has been served via first class U.S. mail upon the notice parties designated on the Duplicate Claims. In light of the nature of the relief requested herein, FairPoint submits that no other or further notice need be provided.

13. No previous request for the relief sought herein has been made by FairPoint to this or any other court.

WHEREFORE, FairPoint respectfully requests that the Court enter an Order, substantially in the form attached hereto, (i) disallowing and expunging each Duplicate Claim identified on Exhibit A as a “Claim To Be Expunged” and (ii) granting such other and further relief as is warranted and just.

Dated: March 23, 2010
New York, New York

/s/ James T. Grogan
Luc A. Despins, Esq.
James T. Grogan, Esq.
PAUL HASTINGS JANOFISKY &
WALKER LLP
Park Avenue Tower
75 E. 55th Street, First Floor
New York, NY 10022
Telephone: (212) 318-6000
Facsimile: (212) 319-4090

*Counsel to the Debtors
and Debtors in Possession*

EXHIBIT A

Duplicate Claims

Exhibit A

Duplicate Claims

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	262	NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC	Original Creditor: ALAMON TELCO INC	\$0.00	\$0.00	\$0.00	\$78,617.93	\$78,617.93
Filed On:	11/16/2009		ATTN: BRAD CRONK 315 W IDAHO KALISPELL, MT 59901					
Remaining Claim	74	NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC	ALAMON TELCO INC	\$0.00	\$0.00	\$0.00	\$78,617.93	\$78,617.93
Filed On:	11/16/2009		ATTN: BRAD CRONK 315 W IDAHO KALISPELL, MT 59901					
Claim To Be Expunged	267	CHOUTEAU TELEPHONE COMPANY	Creditor: MAYES COUNTY TREASURER	\$0.00	\$0.00	\$89,452.00	\$0.00	\$89,452.00
Filed On:	11/10/2009		1 COURT PL STE 100 PRYOR, OK 74361					
Remaining Claim	21	CHOUTEAU TELEPHONE COMPANY	MAYES COUNTY TREASURER	\$0.00	\$0.00	\$89,452.00	\$0.00	\$89,452.00
Filed On:	11/10/2009		1 COURT PL, STE 100 PRYOR, OK 74361					
Claim To Be Expunged	275	FAIRPOINT LOGISTICS, INC.	Creditor: MISSOURI DEPARTMENT OF REVENUE	\$0.00	\$0.00	\$140.40	\$0.00	\$140.40
Filed On:	11/3/2009		PO BOX 475 JEFFERSON CITY, MO 65105					
Remaining Claim	6	FAIRPOINT LOGISTICS, INC.	MISSOURI DEPARTMENT OF REVENUE	\$0.00	\$0.00	\$140.40	\$0.00	\$140.40
Filed On:	11/5/2009		ATTN: YOLANDA PENDILTON, LEGAL AIDE PO BOX 475 JEFFERSON CITY, MO 65105					

Exhibit A

Duplicate Claims

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	281	ST ENTERPRISES, LTD.	Creditor: OKLAHOMA TAX COMMISSION BANKRUPTCY SECTION GENERAL COUNSEL'S OFFICE 120 N ROBINSON OKLAHOMA CITY, OK 73102-7471	\$0.00	\$0.00	\$300.30	\$0.00	\$300.30
	Filed On:	11/20/2009						
Remaining Claim	198	ST ENTERPRISES, LTD.	OKLAHOMA TAX COMMISSION BANKRUPTCY SECTION GENERAL COUNSEL'S OFFICE 120 N ROBINSON STE 2000 OKLAHOMA CITY, OK 73102-8550	\$0.00	\$0.00	\$300.30	\$0.00	\$300.30
	Filed On:	11/23/2009						
Claim To Be Expunged	282	CHOUTEAU TELEPHONE COMPANY	Creditor: OKLAHOMA TAX COMMISSION BANKRUPTCY SECTION GENERAL COUNSEL'S OFFICE 120 N ROBINSON OKLAHOMA CITY, OK 73102-7471	\$0.00	\$0.00	\$7,433.67	\$222.00	\$7,655.67
	Filed On:	11/20/2009						
Remaining Claim	196	CHOUTEAU TELEPHONE COMPANY	OKLAHOMA TAX COMMISSION BANKRUPTCY SECTION GENERAL COUNSEL'S OFFICE 120 N ROBINSON STE 2000 OKLAHOMA CITY, OK 73102-8550	\$0.00	\$0.00	\$7,433.67	\$222.00	\$7,655.67
	Filed On:	11/23/2009						

Exhibit A

Duplicate Claims

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	283	ST LONG DISTANCE, INC.	Creditor: OKLAHOMA TAX COMMISSION BANKRUPTCY SECTION GENERAL COUNSEL'S OFFICE 120 N ROBINSON OKLAHOMA CITY, OK 73102-7471	\$0.00	\$0.00	\$215.00	\$0.00	\$215.00
	Filed On:	11/20/2009						
Remaining Claim	197	ST LONG DISTANCE, INC.	OKLAHOMA TAX COMMISSION BANKRUPTCY SECTION GENERAL COUNSEL'S OFFICE 120 N ROBINSON STE 2000 OKLAHOMA CITY, OK 73102-8550	\$0.00	\$0.00	\$215.00	\$0.00	\$215.00
	Filed On:	11/23/2009						
Claim To Be Expunged	284	GTC, INC.	Creditor: TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$0.00	\$0.00	\$0.00	\$42.80	\$42.80
	Filed On:	11/12/2009						
Remaining Claim	37	GTC, INC.	TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$0.00	\$0.00	\$0.00	\$42.80	\$42.80
	Filed On:	11/12/2009						
Claim To Be Expunged	285	GTC, INC.	Creditor: TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$8.57	\$0.00	\$0.00	\$67.50	\$76.07
	Filed On:	11/12/2009						
Remaining Claim	38	GTC, INC.	TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$8.57	\$0.00	\$0.00	\$67.50	\$76.07
	Filed On:	11/12/2009						

Exhibit A

Duplicate Claims

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	286	GTC, INC.	Creditor: TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Filed On:	11/12/2009							
Remaining Claim	39	GTC, INC.	TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Filed On:	11/12/2009							
Claim To Be Expunged	287	GTC, INC.	Creditor: TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Filed On:	11/12/2009							
Remaining Claim	40	GTC, INC.	TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Filed On:	11/12/2009							
Claim To Be Expunged	288	GTC, INC.	Creditor: TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$7.49	\$0.00	\$0.00	\$54.00	\$61.49
Filed On:	11/12/2009							
Remaining Claim	41	GTC, INC.	TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$7.49	\$0.00	\$0.00	\$54.00	\$61.49
Filed On:	11/12/2009							

Exhibit A

Duplicate Claims

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	289	GTC, INC.	Creditor: TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$7.49	\$0.00	\$0.00	\$141.15	\$148.64
Filed On:	11/12/2009							
Remaining Claim	42	GTC, INC.	TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$7.49	\$0.00	\$0.00	\$141.15	\$148.64
Filed On:	11/12/2009							
Claim To Be Expunged	290	GTC, INC.	Creditor: TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$7.49	\$0.00	\$0.00	\$372.59	\$380.08
Filed On:	11/12/2009							
Remaining Claim	43	GTC, INC.	TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$7.49	\$0.00	\$0.00	\$372.59	\$380.08
Filed On:	11/12/2009							
Claim To Be Expunged	291	GTC, INC.	Creditor: TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$58.87	\$0.00	\$0.00	\$62.94	\$121.81
Filed On:	11/12/2009							
Remaining Claim	44	GTC, INC.	TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$58.87	\$0.00	\$0.00	\$62.94	\$121.81
Filed On:	11/12/2009							

Exhibit A

Duplicate Claims

In re: FairPoint Communications, Inc., et al.
Case No 09-16335 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	292	GTC, INC.	Creditor: TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$9.64	\$0.00	\$0.00	\$18.75	\$28.39
Filed On:	11/12/2009							
Remaining Claim	45	GTC, INC.	TRUMBULL BOTTLED WATER INC DBA CULLIGAN WATER 315 E 15TH ST PANAMA CITY, FL 32405	\$9.64	\$0.00	\$0.00	\$18.75	\$28.39
Filed On:	11/12/2009							
Claim To Be Expunged	343	NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC	Creditor: COMMONWEALTH OF MASSACHUSETTS DEPARTMENT OF REVENUE PO BOX 9564 BOSTON, MA 02114-9564	\$0.00	\$0.00	\$6,521.35	\$455.32	\$6,976.67
Filed On:	12/8/2009							
Remaining Claim	246	NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC	COMMONWEALTH OF MASSACHUSETTS DEPARTMENT OF REVENUE PO BOX 9564 BOSTON, MA 02114-9564	\$0.00	\$0.00	\$6,521.35	\$455.32	\$6,976.67
Filed On:	11/30/2009							
Claim To Be Expunged	344	FAIRPOINT LOGISTICS, INC.	Creditor: COMMONWEALTH OF MASSACHUSETTS DEPARTMENT OF REVENUE PO BOX 9564 BOSTON, MA 02114-9564	\$0.00	\$0.00	\$60.89	\$513.02	\$573.91
Filed On:	12/8/2009							
Remaining Claim	247	FAIRPOINT LOGISTICS, INC.	COMMONWEALTH OF MASSACHUSETTS DEPARTMENT OF REVENUE PO BOX 9564 BOSTON, MA 02114-9564	\$0.00	\$0.00	\$60.89	\$513.02	\$573.91
Filed On:	11/30/2009							

Exhibit A

Duplicate Claims

In re: FairPoint Communications, Inc., et al.
Case No 09-16335 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	477	PEOPLES MUTUAL SERVICES COMPANY	Creditor: TREASURER OF PITTSYLVANIA COUNTY	\$0.00	\$0.00	\$14,740.80	\$0.00	\$14,740.80
Filed On:	11/30/2009		TERESA D EASLEY PO BOX 230 CHATHAM, VA 24531					
Remaining Claim	241	PEOPLES MUTUAL SERVICES COMPANY	TREASURER OF PITTSYLVANIA COUNTY	\$0.00	\$0.00	\$14,740.80	\$0.00	\$14,740.80
Filed On:	11/30/2009		TERESA D EASLEY, PO BOX 230 CHATHAM, VA 24531					
Claim To Be Expunged	557	FAIRPOINT COMMUNICATIONS MISSOURI, INC.	Creditor: PITNEY BOWES CREDIT CORPORATION	\$0.00	\$0.00	\$0.00	\$4,638.41	\$4,638.41
Filed On:	1/11/2010		ATTN: RECOVERY DEPT 27 WATERVIEW DR SHELTON, CT 06484-4361					
Remaining Claim	485	FAIRPOINT COMMUNICATIONS MISSOURI, INC.	PITNEY BOWES CREDIT CORPORATION	\$0.00	\$0.00	\$0.00	\$4,638.41	\$4,638.41
Filed On:	12/23/2009		ATTN: RECOVERY DEPT27 WATERVIEW DR SHELTON, CT 06484-4361					
Claim To Be Expunged	689	NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC	Creditor: LEWISTON, CITY OF	\$62,254.58	\$0.00	\$18,870.46	\$0.00	\$81,125.04
Filed On:	1/4/2010		27 PINE ST LEWISTON, ME 04240					
Remaining Claim	510	NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC	LEWISTON, CITY OF	\$62,254.58	\$0.00	\$18,870.46	\$0.00	\$81,125.04
Filed On:	1/4/2010		27 PINE ST LEWISTON, ME 04240					

Exhibit A

Duplicate Claims

In re: FairPoint Communications, Inc., et al.
Case No 09-16335 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	696	GTC, INC.	Creditor: WALTON COUNTY TAX COLLECTOR RHONDA SKIPPER PO BOX 510 DEFUNIAK SPRINGS, FL 32435	\$4,513.13	\$0.00	\$0.00	\$0.00	\$4,513.13
Filed On:	1/26/2010							
Remaining Claim	675	GTC, INC.	WALTON COUNTY TAX COLLECTOR RHONDA SKIPPER, PO BOX 510 DEFUNIAK SPRINGS, FL 32435	\$4,513.13	\$0.00	\$0.00	\$0.00	\$4,513.13
Filed On:	1/26/2010							
Claim To Be Expunged	697	GTC, INC.	Creditor: WALTON COUNTY TAX COLLECTOR RHONDA SKIPPER PO BOX 510 DEFUNIAK SPRINGS, FL 32435	\$11,381.09	\$0.00	\$0.00	\$0.00	\$11,381.09
Filed On:	1/26/2010							
Remaining Claim	676	GTC, INC.	WALTON COUNTY TAX COLLECTOR RHONDA SKIPPER, PO BOX 510 DEFUNIAK SPRINGS, FL 32435	\$11,381.09	\$0.00	\$0.00	\$0.00	\$11,381.09
Filed On:	1/26/2010							
Claim To Be Expunged	709	C & E COMMUNICATIONS, LTD.	Creditor: PITNEY BOWES CREDIT CORPORATION ATTN: RECOVERY DEPT 27 WATERVIEW DR SHELTON, CT 06484-4361	\$0.00	\$0.00	\$0.00	\$1,121.02	\$1,121.02
Filed On:	1/5/2010							
Remaining Claim	556	C & E COMMUNICATIONS, LTD.	PITNEY BOWES CREDIT CORPORATION ATTN: RECOVERY DEPT27 WATERVIEW DR SHELTON, CT 06484-4361	\$0.00	\$0.00	\$0.00	\$1,121.02	\$1,121.02
Filed On:	1/11/2010							

Exhibit A

Duplicate Claims

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	776	GTC, INC.	Creditor: WALTON COUNTY TAX COLLECTOR RHONDA SKIPPER PO BOX 510 DEFUNIAK SPRINGS, FL 32435	\$11,381.09	\$0.00	\$0.00	\$0.00	\$11,381.09
	Filed On:	2/1/2010						
Remaining Claim	676	GTC, INC.	WALTON COUNTY TAX COLLECTOR RHONDA SKIPPER, PO BOX 510 DEFUNIAK SPRINGS, FL 32435	\$11,381.09	\$0.00	\$0.00	\$0.00	\$11,381.09
	Filed On:	1/26/2010						
Claim To Be Expunged	777	GTC, INC.	Creditor: WALTON COUNTY TAX COLLECTOR RHONDA SKIPPER PO BOX 510 DEFUNIAK SPRINGS, FL 32435	\$4,513.13	\$0.00	\$0.00	\$0.00	\$4,513.13
	Filed On:	2/1/2010						
Remaining Claim	675	GTC, INC.	WALTON COUNTY TAX COLLECTOR RHONDA SKIPPER, PO BOX 510 DEFUNIAK SPRINGS, FL 32435	\$4,513.13	\$0.00	\$0.00	\$0.00	\$4,513.13
	Filed On:	1/26/2010						
Claim To Be Expunged	862	NORTHLAND TELEPHONE COMPANY OF MAINE, INC.	Creditor: F & R GARAGE INC 2172 AROOSTICK RD WALLAGRASS, ME 04781	\$0.00	\$0.00	\$0.00	\$225.00	\$225.00
	Filed On:	2/19/2010						
Remaining Claim	409	FAIRPOINT COMMUNICATIONS, INC.	I&R GARAGE INC 2172 A ROSTOOK RD WALLAGRASS, ME 04781	\$0.00	\$0.00	\$0.00	\$225.00	\$225.00
	Filed On:	12/15/2009						

Exhibit A

Duplicate Claims

In re: FairPoint Communications, Inc., et al.
Case No 09-16335 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	890	YCOM NETWORKS, INC.	Creditor: WESTSHARE SERVICES, INC. 14529 BROADWAY AVENUE, SE Snohomish, WA 98296-7028	\$0.00	\$0.00	\$0.00	\$816.00	\$816.00
	Filed On:	2/19/2010						
Remaining Claim	800	YCOM NETWORKS, INC.	WESTSHARE SERVICES INC 14529 BROADWAY AVE SE SNOHOMISH, WA 98296	\$0.00	\$0.00	\$0.00	\$816.00	\$816.00
	Filed On:	2/8/2010						
Claim To Be Expunged	973	CHOUTEAU TELEPHONE COMPANY	Creditor: MAYES COUNTY TREASURER 1 COURT PL STE 100 PRYOR, OK 74361	\$0.00	\$0.00	\$89,452.00	\$0.00	\$89,452.00
	Filed On:	2/22/2010						
Remaining Claim	21	CHOUTEAU TELEPHONE COMPANY	MAYES COUNTY TREASURER 1 COURT PL, STE 100 PRYOR, OK 74361	\$0.00	\$0.00	\$89,452.00	\$0.00	\$89,452.00
	Filed On:	11/10/2009						
Claim To Be Expunged	2713	TELEPHONE OPERATING COMPANY OF VERMONT LLC	Creditor: CITY OF BURLINGTON VERMONT PUBLIC WORKS SUSAN GILFILLAN ESQ MCNEIL LEDDY & SHEAHN PC 271 SOUTH UNION STREET BURLINGTON, VT 05401	\$0.00	\$0.00	\$0.00	\$1,874.17	\$1,874.17
	Filed On:	3/1/2010						
Remaining Claim	2712	TELEPHONE OPERATING COMPANY OF VERMONT LLC	CITY OF BURLINGTON VERMONT PUBLIC WORKS SUSAN GILFILLAN ESQ, MCNEIL LEDDY & SHEAHN PC, 271 SOUTH UNION STREET BURLINGTON, VT 05401	\$0.00	\$0.00	\$0.00	\$1,874.17	\$1,874.17
	Filed On:	3/1/2010						

Exhibit A

Duplicate Claims

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	3267	NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC	Creditor: MAINE, STATE OF	\$0.00	\$0.00	\$1,491,059.22	\$73,548.82	\$1,564,608.04
Filed On:	3/4/2010		BUREAU OF REVENUE SERVICES PO BOX 9101 COMPLIANCE DIVISION AUGUSTA, ME 04332					
Remaining Claim	2848	NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC	MAINE, STATE OF	\$0.00	\$0.00	\$1,491,059.22	\$73,548.82	\$1,564,608.04
Filed On:	3/2/2010		BUREAU OF REVENUE SERVICES, PO BOX 9101, COMPLIANCE DIVISION AUGUSTA, ME 04332					
Claim To Be Expunged	4229	FAIRPOINT CARRIER SERVICES, INC.	Creditor: TELRITE CORP AS SUCC TO LINE 1 COMMUNICATIONS LLC	\$0.00	\$0.00	\$0.00	\$171,071.89	\$171,071.89
Filed On:	3/9/2010		D/B/A DIRECT LINE COMMUNICATIONS MR. MICHAEL G GEOFFROY, CORPORATE COUNSEL 4113 MONTICELLO STREET Covington, GA 30014					
Remaining Claim	4228	FAIRPOINT CARRIER SERVICES, INC.	TELRITE CORP AS SUCCESSOR TO LINE 1 COMM, LLC	\$0.00	\$0.00	\$0.00	\$171,071.89	\$171,071.89
Filed On:	3/9/2010		D/B/A DIRECT COMMUNICATIONS, MR. MICHAEL G GEOFFROY, CORPORATE COUNSEL, 4113 MONTICELLO STREET COVINGTON, GA 30014					
Claim To Be Expunged	4230	FAIRPOINT CARRIER SERVICES, INC.	Creditor: TELRITE CORP AS SUCCESSOR TO LINE 1 COMM, LLC	\$0.00	\$0.00	\$0.00	\$171,071.89	\$171,071.89
Filed On:	3/9/2010		D/B/A DIRECT COMMUNICATIONS MR. MICHAEL G GEOFFROY, CORPORATE COUNSEL 4113 MONTICELLO STREET Covington, GA 30014					
Remaining Claim	4228	FAIRPOINT CARRIER SERVICES, INC.	TELRITE CORP AS SUCCESSOR TO LINE 1 COMM, LLC	\$0.00	\$0.00	\$0.00	\$171,071.89	\$171,071.89
Filed On:	3/9/2010		D/B/A DIRECT COMMUNICATIONS, MR. MICHAEL G GEOFFROY, CORPORATE COUNSEL, 4113 MONTICELLO STREET COVINGTON, GA 30014					

Exhibit A

Duplicate Claims

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	4231	FAIRPOINT CARRIER SERVICES, INC.	Creditor: TELRITE CORPORATION MR. DARRYL DAVIS, PRESIDENT 4113MONTICELLO STREET Covington, GA 30014	\$0.00	\$0.00	\$0.00	\$171,071.89	\$171,071.89
Filed On:	3/9/2010							
Remaining Claim	4228	FAIRPOINT CARRIER SERVICES, INC.	TELRITE CORP AS SUCCESSOR TO LINE 1 COMM, LLC D/B/A DIRECT COMMUNICATIONS, MR. MICHAEL G GEOFFROY, CORPORATE COUNSEL,4113 MONTICELLO STREET COVINGTON, GA 30014	\$0.00	\$0.00	\$0.00	\$171,071.89	\$171,071.89
Filed On:	3/9/2010							
Claim To Be Expunged	4232	FAIRPOINT CARRIER SERVICES, INC.	Creditor: TELRITE CORPORATION MR. DARRYL DAVIS, PRESIDENT 4113MONTICELLO STREET Covington, GA 30014	\$0.00	\$0.00	\$0.00	\$171,071.89	\$171,071.89
Filed On:	3/9/2010							
Remaining Claim	4228	FAIRPOINT CARRIER SERVICES, INC.	TELRITE CORP AS SUCCESSOR TO LINE 1 COMM, LLC D/B/A DIRECT COMMUNICATIONS, MR. MICHAEL G GEOFFROY, CORPORATE COUNSEL,4113 MONTICELLO STREET COVINGTON, GA 30014	\$0.00	\$0.00	\$0.00	\$171,071.89	\$171,071.89
Filed On:	3/9/2010							

Exhibit A

Duplicate Claims

In re: FairPoint Communications, Inc., et al.
Case No 09-16335 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	4233	FAIRPOINT CARRIER SERVICES, INC.	Creditor: TELRITE CORPORATION 14230 LOCHRIDGE BOULEVARD, SUITE K Covington, GA 30014	\$0.00	\$0.00	\$0.00	\$171,071.89	\$171,071.89
	Filed On:	3/9/2010						
Remaining Claim	4228	FAIRPOINT CARRIER SERVICES, INC.	TELRITE CORP AS SUCCESSOR TO LINE 1 COMM, LLC D/B/A DIRECT COMMUNICATIONS, MR. MICHAEL G GEOFFROY, CORPORATE COUNSEL,4113 MONTICELLO STREET COVINGTON, GA 30014	\$0.00	\$0.00	\$0.00	\$171,071.89	\$171,071.89
	Filed On:	3/9/2010						
Claim To Be Expunged	4234	FAIRPOINT CARRIER SERVICES, INC.	Creditor: TELRITE CORPORATION PO BOX 2207 COVINGTON, GA 30015-7835	\$0.00	\$0.00	\$0.00	\$171,071.89	\$171,071.89
	Filed On:	3/9/2010						
Remaining Claim	4228	FAIRPOINT CARRIER SERVICES, INC.	TELRITE CORP AS SUCCESSOR TO LINE 1 COMM, LLC D/B/A DIRECT COMMUNICATIONS, MR. MICHAEL G GEOFFROY, CORPORATE COUNSEL,4113 MONTICELLO STREET COVINGTON, GA 30014	\$0.00	\$0.00	\$0.00	\$171,071.89	\$171,071.89
	Filed On:	3/9/2010						
Claim To Be Expunged	5599	TELEPHONE OPERATING COMPANY OF VERMONT LLC	Creditor: MYROW INC 150 DORSET ST, SUITE 150 SOUTH BURLINGTON, VT 05403	\$0.00	\$0.00	\$0.00	\$65,400.00	\$65,400.00
	Filed On:	3/17/2010						
Remaining Claim	5598	TELEPHONE OPERATING COMPANY OF VERMONT LLC	MYROW INC 150 DORSET ST, SUITE 150 SOUTH BURLINGTON, VT 05403	\$0.00	\$0.00	\$0.00	\$65,400.00	\$65,400.00
	Filed On:	3/17/2010						

Exhibit A

Duplicate Claims

In re: FairPoint Communications, Inc., et al.
Case No 09-16335 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
Claim To Be Expunged	5810	NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC	Creditor: OTEL TELEKOM INC	\$0.00	\$0.00	\$0.00	\$761.54	\$761.54
Filed On:	3/17/2010		1 SUNDIAL AVE STE 210 MANCHESTER, NH 03103					
Remaining Claim	5809	NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC	OTEL TELEKOM INC	\$0.00	\$0.00	\$0.00	\$761.54	\$761.54
Filed On:	3/17/2010		1 SUNDIAL AVE STE 210 MANCHESTER, NH 03103					
Claim To Be Expunged	5963	TELEPHONE OPERATING COMPANY OF VERMONT LLC	Creditor: MYROW INC	\$0.00	\$0.00	\$0.00	\$65,400.00	\$65,400.00
Filed On:	3/17/2010		150 DORSET ST, SUITE 150 SOUTH BURLINGTON, VT 05403					
Remaining Claim	5598	TELEPHONE OPERATING COMPANY OF VERMONT LLC	MYROW INC	\$0.00	\$0.00	\$0.00	\$65,400.00	\$65,400.00
Filed On:	3/17/2010		150 DORSET ST, SUITE 150 SOUTH BURLINGTON, VT 05403					
Claims To Be Disallowed Totals			39	\$94,142.57	\$0.00	\$1,718,246.09	\$1,320,784.30	\$3,133,172.96

Proposed Order

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re:

:
: Chapter 11

FAIRPOINT COMMUNICATIONS, INC., *et al.*,

:
: Case No. 09-16335 (BRL)

Debtors.

:
: (Jointly Administered)
:
-----X

**ORDER GRANTING FAIRPOINT'S FIRST OMNIBUS OBJECTION TO CLAIMS
(DUPLICATE CLAIMS)**

Upon the First Omnibus Objection to Claims (Duplicate Claims), dated March 23, 2010 (the "Objection"),¹ of FairPoint Communications, Inc. ("FairPoint Communications") and its affiliated debtors, as debtors in possession (collectively, "FairPoint"), seeking an order disallowing and expunging each Duplicate Claim identified on Exhibit A of the Objection as a "Claim To Be Expunged;" and the Court having jurisdiction to consider the Objection and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and due and proper notice of the Objection having been provided; and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Objection is in the best interests of FairPoint, its estates, creditors, and all parties in interest and that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is **ORDERED THAT:**

1. The Objection is GRANTED.

¹ Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Objection.

2. Each of the Duplicate Claims identified on Exhibit A of the Objection as a “Claim To Be Expunged” is hereby disallowed and expunged.

3. To the extent that a Duplicate Claim contains attachments that were not included with the Remaining Claim, any such attachments are hereby deemed to be attached to the Remaining Claim.

4. Nothing in the Objection or this Order constitutes a waiver of FairPoint’s right to object to any claims whatsoever, including those claims not previously objected to or disallowed, or to assert any further objections, claims, counterclaims, or rights of offset or recoupment against the claims identified in the Objection, all of which rights are expressly preserved.

5. FairPoint and its official claims agent are authorized to take any and all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection, including, without limitation, amending the claims register in these chapter 11 cases to reflect the terms of this Order.

6. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

Dated: _____, 2010
New York, New York

THE HONORABLE BURTON R. LIFLAND
UNITED STATES BANKRUPTCY JUDGE